FORM D

## UNITED STATES

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549



FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB	APPROVAL

OMB Number: 3235-0076 Expires: April 30,2008

Expires: Ap
Estimated average burden

hours per responses......16.00

SEC U	JSE ONLY
Prefix	Scrial
1	}
DATE	RECEIVED
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		···
Name of Offering (	check if this is an amendment and name has changed, and indicate change.)	
	box(es) that apply): ☐ Rule 504 ☐ Rule 505 ☒ Rule 506 ☐ Section 4(6) ☐ New Filing ☒ Amendment	ULOE
	A. BASIC IDENTIFICATION DATA	1481%   48111   18811   18811   18811   1881   1881   1881   1881   1881   1881   1881   1881   1881   1881
1. Enter the informati	ion requested about the issuer	07072193
	heck if this is an amendment and name has changed, and indicate change) s - Best Ideas Fund, LP	
Address of Executive 81 Main Street, Suite	Offices (Number and Street, City, State, Zip Code) 100, White Plains, NY 10601	Telephone Number (Including Area Code) 914-752-7600
Address of Principal I (if different from Execution)	Business Operations (Number and Street, City, State Zip Code)	Telephone Number (Including Area Code)
Brief Description of F Investment fund		PROCESSED
Type of Business Org corporation bosiness tru	☐ limited partnership, already formed	other (please specify)
	oration or Organization:    1   2   0   6	I MOINISOIA
GENERAL INSTRI	CTIONS	
77d(6).	issuers making an offering of securities in reliance on an exemption under Regulati	
Exchange Commissio	whice must be filed no later than 15 days after the first sale of securities in the offer in (SEC) on the earlier of the date it is received by the SEC at the address given being mailed by United States registered or certified mail to that address	ring. A notice is deemed filed with the U.S. Securities and awar, if received at that address after the date on which it is
Where To File. U.S.	Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 205	49.
Copies Required: Fi	live (5) copies of this notice must be filed with the SEC, one of which must be namelly signed copy or bear typed or printed signatures.	nanually signed. Any copies not manually signed must be
Information Required information respected the SEC.	A new filing must contain all information requested. Amendments need only report in Part C, and any material changes from the information previously supplied in Part	Libernamo of the issuer and offering, any changes thereto, the its A and B. Part E and the Appendix need not be filed with
Filing Feet Charle is a	no federal filing fee.	•
that have adopted the made. If a state repo-	used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sale form. Issuers relying on ULOE must file a separate notice with the Securities Advect the payment of a fee as a precondition to the claim for the exemption, a fee in the mate states in accordance with state law. The Appendix to the notice constitutes a part	ministrator in each state where sales are to be, or have been proper amount shall accompany this form. This notice shall
	ATTENTION	

7.......

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

SEC 1972 (5-05)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 10

	<u> </u>		A. BASIC IDENTI	FICATION DATA		
Enter the information	tion requested	for the following:	A. DASIC IDENTI	FIGATION DATA		
<ul> <li>Each promo</li> <li>Each benefit</li> <li>Each execut</li> </ul>	ter of the issue cial owner hav	er, if the issuer has be	e issuers and of corporate ge	ite or disposition of, 10% o	r more of a class of ers of partnership iss	equity securities of the issuer; uers; and
Check Box(es) that Ap		Promoter	Beneficial Owner	Executive Officer	Director	☐ General and/or Managing Partner
Full Name (Last name Opus Select Strategies				,		
Business or Residence 81 Main Street, Suite	Address ( 100, White PI	Number and Street, (ains, NY 10601	City, State, Zip Code)			
Check Box(es) that A	pply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name Morgenthal, La		idual)				
Business or Residence 81 Main Street, Suite			City, State, Zip Code)			
Check Box(es) that A	pply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name Togneri, Lisa	first, if indiv	idual)				
Business or Residence 81 Main Street, Suite	e Address 100, White Pl	Number and Street, ains, NY 10601	City, State, Zip Code)			
Check Box(es) that A	pply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name Pao, Norm	e first, if indiv	idual)		.0		
Business or Residence 81 Main Street, Suite	e Address 100, White Fl	(Number and Street, lains, NY 10601	City, State, Zip Code)			d :
Check Box(es) that A	pply:	Promoter	☐ Beneficial Owner	☑ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last nam Hoffner, Ron	ë first, if indiv	idual)				
Business or Residenc 81 Main Street, Suite	e Address 100, White F	(Number and Street, jains, NY 10601	City, State, Zip Code)			
Check Box(es) that A	pply:	Promoter	Beneficial Owner,	Executive Officer	Director	General and/or Managing Partner
Full Name (Last nam The Chamberlain Gro		ridual)				
Business or Residenc 845 Larch Avenue, E	e Address Imhurst, IL 60	(Number and Street, )126	City, State, Zip Code)			
Check Box(es) that A	Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last nam	e first, if indiv	riduai)				
Business or Residence	e Address	(Number and Street,	City, State, Zip Code)			
·	-	(Use blank	sheet, or copy and use addi	tional copies of this sheet,	as necessary)	

					· · · ·	B. INFORMA	ATION ABO	UT OFFERI	NG				
1.	Has the	issuer s	old, or does t	he issuer inte	end to sell, to	non-accredite	d investors in	this offering?				YES	NO 🗵
Answer also in Appendix, Column 2, if filing under ULOE.  What is the minimum investment that will be accepted from any individual?											\$ <u>100,</u>		
												YES	NO
3. Does the offering permit joint ownership of a single unit?													$\boxtimes$
4.	remuner: person o	ation for	r solicitation of a broker o	of purchase or dealer regi	rs in connect stered with th	tion with sale: ie SEC and/or	s of securities with a state o	s in the offeri or states, list th	ng. If a persone name of the	on to be listed broker or dea	nission or similar I is an associated der. If more than broker or dealer		
N/A Full N	lame (Las	t name	first, if indivi	idual)								- <b></b> -	<del></del>
Busin	ess or Res	idence	Address (Nu	mber and Str	cet, City, Star	te, Zip Code)							
Name	of Associ	iated Br	oker or Deal	er								·	
States	in Which	Person	Listed Has S	Solicited or It	ntends to Soli	cit Purchasers				<u> </u>			
(Chec	k "Ali Sta	tes" or	check individ	fual States)							*************		All States
AL IL MT RI	Al IN NI SO	i E	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	DE MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	MS OR WY	MO PA PR
Full N	lame (Las	ì name	first, if indiv	idual)				<del> </del>	<del></del>				<u> </u>
Busin	ess or Res	idence	Address (Nu	inber and Str	eet, City, Sta	te, Zip Code)	······································		·····				<u></u>
Name	of Associ	iated Br	oker or Deal	er									<del></del>
States	in Which	Person	Listed Has S	Solicited or h	ntends to Soli	cit Purchasers	<u>.</u>	·	<u> </u>				<del></del>
(Ćhec	k "All Sta	tes" or	check individ	lua! States)									All States
AL IL MT RI	AI IN NI SC		AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	MS OR WY	MO PA PR
Full N	lame (Las	t name	first, if indivi	idual)		<del>.</del>			<del></del>				
Busin	ess or Res	idence	Address (Nu	mber and Str	eet, City, Sta	te, Zip Code)							<del></del> .
Name	of Associ	iated Br	oker or Deal	er			<u> </u>						
States	in Which	Person	Listed Has S	Solicited or It	ntends to Soli	cit Purchasers							<del></del>
(Chec	k "All Sta	tes" or	check individ	lual States)				.,,,			,		All States
AL IL MT RI	AI IN NI SC	i i	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	DE MD NC VA	DC MA ND WA	MI OH WV	GA MN OK WI	MS OR WY	ID MO PA PR

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box \( \square\$\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Alread Sold
	Debt	\$	\$
	Equity	\$	\$
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	\$49,300,000	\$49,300,000
	Other (Specify)	\$	\$
	Tota!	\$49,300,000	\$49,300,000
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none or "zero."	**	
		Number Investors	Aggregate Dolla Amount of Purchases
	Accredited Investors	49	\$49,300,000
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		\$
3.	If this filing is for an offering under Rule 504 er 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.	Tour and	.· (Na Hana Amanana)
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505	·	\$
	Regulation A	·	s
	Rule 504		S
	Total		\$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees	. 🗆	\$
	Printing and Engraving Costs	. 🗆	\$
	Legal Fees	. 🛛	\$50,000
	Accounting Fees	. 🗆	\$
	Engineering Fees	. 🗆	\$
	Sales Commissions (specify finders' fees separately).	. 🗆	\$
	Other Expenses (identify)	. 🗆	s
	Tetal		\$50,000

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

b. Enter the difference between the aggregate offering price given in response to Part C — Quest and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceed the issuer."	eds to		\$ <u>49,7</u>	250,000
Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in responsant C — Quest 4.b above.	of the	Payments to		
		Officer, Directors, & Affiliates	Payn	nents to Others
Salaries and fees	🗖	s		\$
Purchase of real estate	🗆	\$		\$
Purchase, rental or leasing and installation of machinery and equipment	🗆	\$		\$
Construction or leasing of plant buildings and facilities	🗆	\$		\$
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	🗆	\$		\$
Repayment of indebtedness		\$		\$
Working capital	🗆	\$		\$
Other (specify): Investments, Management Fee and other Fund Expense**				
	🗆	s	$\boxtimes$	\$49,250,000
Column Totals	🗖	s	$\boxtimes$	\$ <u>49,250,000</u>

 $\boxtimes$ 

\$49,250,000

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

Total Payments Listed (column totals added).....

<sup>\*\*</sup> A portion of such amount may be used to pay salaries of affiliates of the issuer

D. FEDERAL SIGNATURE											
an undertaking by	r caused this notice to be signed by the issuer to furnish to the U.S. Secuestor pursuant to paragraph (b)(2) of	urities and Exchange	authorized person. If this no Commission, upon written re	tice is filed under Rule 505, the quest of its staff, the informatic	following signature constitutes on furnished by the issuer to any						
Issuer (Print or Typ Opus Select Strates	oe) gies - Best Ideas Fund, LP	Signature	of the	Date, 2007							
Name of Signer (Pr	Morgantha	Title of Signer (Pri Authorized Signate									
Lawrence	Morgenthal										
	·										

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

ATTENTION ----

			E.	STATE SIGNAT	TURE			
1.	ls any party	described in 17 CFR 230.262 preser	ntly subject to any	of the disqualification	tion provisions of su	ich rule?	YES	NO
			See Appen	dix, Column 5, for	state response.			
2.		gned issuer hereby undertakes to fur as required by state law.	nish to any state	administrator of an	y state in which this	notice is filed a notice on Form I	O (17 CFR 2	39.500) at
3.	The unders	 igned issuer hereby undertakes to fur 	nish to the state a	dministrators, upor	writer request, info	rmation furnished by the issuer to	offerees.	
4.	(ULOE) of	signed represents that the issuer is f the state in which this notice is file- tions have been satisfied.						
The i		d this notification and knows the co	ntents to be true	and has duly cause	ed this notice to be s	signed on its behalf by the unders	signed duly a	uthorized
	er (Print or Ty s Select Strate	pe) gies - Best Ideas Fund, LP	Signature	1300		Date July, 2007		
Law	e (Print or Ty イてルにも	Morganthal	Title (Print or T Authorized Sign	* * *				
Law	rence	Morgenthal						

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDL	X
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1	Intend to s	sell to non- estors in State -Item 1)	3 Type of security and aggregate offering price offered in state (Part C-Item 1)		4  Type of investor and amount purchased in State  (Part C-Item 2)				5 cation under OE (if yes, planation of granted) E-Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
AL									
AK									
ΑZ									
AR									
CA		х	Limited partnership interests \$14,550,000	15	\$14,550,000	0	0		х
СО									
СТ		х	Limited partnership interests \$2,500,000	3	\$2,500,000	0	0		X
DE									
DC		Х	Limited partnership interests \$100,000	1	\$100,000	0	0		x
FL		х	Limited partnership interests \$2,100,000	2	\$2,100,000	0	0		х
GΛ									
НІ									
ID									
IL		х	Limited partnership interests \$18,100,000	13	\$18,100,000	0	0		Х
IN									
IA									
KS		x	Limited partnership interests \$200,000	1	\$200,000	0	0		X
KY									
LA		х	Limited partnership interests \$4,000,000	3	\$4,000,000	0	0		Х
ME									
MD									
МА		х	Limited partnership interests \$2,000,000	1	\$2,000,000	0	0		Х
MI									

A	P	P	EN	D	ίX	

1	2	2	3	1		4			5
accredited	Intend to sell to non- accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
		-		Accredited		Accredited			
Yes		No		Investors	Amount	Investors	Amount	Yes	No
-									<del> </del>
	-								
		Х	Limited partnership interests \$3,250,000	7	\$3,250,000	0	0		х
	•								
		1133							
		х	Limited partnership interests \$1,000,000	1	\$1,000,000	0	0		х
		X	Limited partnership interests \$1,500,000	2	\$1,500,000	0	0		х
							-		
	accredited	Intend to s accredited inv (Part B-	accredited investors in State (Part B-Item 1)  Yes No  X  X	Intend to sell to non-accredited investors in State (Part B-Item 1)  Yes No  X Limited partnership interests \$3,250,000  X Limited partnership interests \$1,000,000	Intend to sell to non-accredited investors in State (Part B-Item 1)  Yes No No No Number of Accredited Investors  No Number of Accredited Investors  X Limited partnership interests \$3,250,000  X Limited partnership interests \$1,000,000	Intend to sell to non-accredited investors in State (Part B-Item 1)  Yes No	Intend to sell to non-accredited investors in State (Part B-Item 1)  Tyes No	Intend to sell to non-accredited investors in State (Part B-Item 1)  Yes No	Intend to sell to non-accredited investors in State (Part C-tlem 1)  Yes No

## APPENDIX

l	Intend to sell to non-accredited investors in State (Part B-Item 1)			Type of security and aggregate offering price offered in state (Part C-Item 1)	4  Type of investor and amount purchased in State  (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes		No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
wv										
WI			•							
WY										
PR		İ								

